

Exhibit C

LaChance Declaration

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:

FIELDWOOD ENERGY LLC, *et al.*,¹

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: Chapter 11
: Case No. 20-33948 (MI)
Debtors. : Jointly Administered
:
----- X

**DECLARATION OF JAMES LACHANCE IN SUPPORT OF DEBTORS'
APPLICATION FOR ENTRY OF AN ORDER AUTHORIZING THE
RETENTION AND EMPLOYMENT OF O'MELVENY & MYERS LLP
AS SPECIAL COUNSEL TO THE RESTRUCTURING COMMITTEE OF THE BOARD
OF DIRECTORS OF THE DEBTORS, EFFECTIVE AS OF MARCH 18, 2021**

I, James LaChance, under penalty of perjury, declare as follows:

1. I am an independent director of the board of directors (the “**Board**”) of

Fieldwood Energy Inc., a corporation organized under the laws of the State of Delaware, and each of the other above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) and the chairperson of the Restructuring Committee.

2. I submit this declaration (the “**Declaration**”) in support of the *Debtors’ Application for Entry of An Order Authorizing the Retention and Employment of O’Melveny & Myers LLP as Special Counsel to the Restructuring Committee of the Board of Directors of the Debtors, Effective as of March 18, 2021* (the “**Application**”).² Except as otherwise noted, all facts

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

² Capitalized terms used but not defined in this Declaration have the meanings used in the Application.

in this Declaration are based on my personal knowledge of the matters set forth herein, information gathered from my review of relevant documents, and information supplied to me by the Debtors' advisors.

The Debtors' Selection of Counsel

3. OMM began representing the Restructuring Committee in the Debtors' restructuring efforts in March of 2021.

4. Accordingly, I believe that OMM is intimately familiar with the Debtors' business, their complex history, and the potential legal issues that may arise in the context of these chapter 11 cases. For these reasons, as well as what I understand to be OMM's extensive experience in corporate reorganizations, both out-of-court and under chapter 11 of the Bankruptcy Code, I believe OMM is both well qualified and uniquely able to represent the Restructuring Committee in these chapter 11 cases.

Rate Structure

5. I, and my team, are responsible for supervising outside counsel retained by the Restructuring Committee in these chapter 11 cases. OMM has informed the Debtors and the Restructuring Committee that it believes its rates for bankruptcy representations are comparable to the rates OMM charges for non-bankruptcy representations. In my experience working with other outside law firms for the Debtors and on other matters, I believe that OMM's rates are comparable to those of firms similar to OMM.

Cost Supervision

6. OMM, the Debtors, and the Restructuring Committee will develop a budget and staffing plan (the “**Budget and Staffing Plan**”) for these chapter 11 cases that reflects: (a) the estimated number of hours and amount of fees that OMM will expend for a period to be determined by the Restructuring Committee, and (b) the estimated type and number of OMM professionals and paraprofessionals needed to successfully represent the Restructuring Committee in these chapter 11 cases. As these chapter 11 cases continue to develop, OMM will work with the Restructuring Committee to revise the Budget and Staffing Plan as needed. The Debtors recognize that it is their responsibility to closely monitor the billing practices of their counsel to ensure the fees and expenses paid by their estates remain consistent with the Restructuring Committee’s expectations and the exigencies of these chapter 11 cases. The Debtors and the Restructuring Committee will also continue to review the invoices that OMM regularly submits. OMM’s fees and expenses will be subject to review on a monthly basis during the course of these chapter 11 cases by, among others, the Debtors, any official committee appointed in these chapter 11 cases, and the U.S. Trustee.

7. The Restructuring Committee will bring discipline, predictability, client involvement, and accountability to the counsel fees and expenses reimbursement process. While every chapter 11 case is unique, these budgets will provide guidance on the periods of time involved, the experience level of the attorneys and professionals that will work on various matters, and projections of average hourly rates for the attorneys and professionals for various matters.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my information, knowledge, and belief.

Dated: May 4, 2021
Houston, Texas

Respectfully submitted,

/s/ James LaChance

James LaChance
Director
Chair of Restructuring Committee
Fieldwood Energy Inc., *et al.*